

## **VERIFICATION OF THE REQUIREMENTS (FIT & PROPER) OF THE MEMBERS OF THE BOARD OF DIRECTORS**

*Milan, 27 May 2021* – Following the press release of 22 April 2021 after the Shareholders' Meeting of illimity Bank S.p.A. (the "**Bank**"), with regard to, in particular, the appointment of the new Board of Directors, we inform that the Board of Directors, in today's meeting, has verified for all Directors, pursuant to applicable law and based on the declarations received and on the information collected, the existence of the requirements (Fit & Proper) of professionalism, integrity and independence as well as propriety and expertise, time commitment for the effective performance of office, compliance with the limit for the number of offices held and the absence of causes for ineligibility or disqualifying situation. The Board of Directors has also verified compliance by the representatives with the so-called interlocking prohibition with regard to the offices held and, finally, it has assessed the adequate composition of the corporate body as a whole, also taking into account the orientation on the optimum qualitative and quantitative composition of the Board of Directors made available by the Bank last February, for the purposes of the aforementioned Shareholders' Meeting.

In particular, as a result of such assessments, the Board verified for Directors Rosalba Casiraghi, Patrizia Canziani, Elena Cialli , Paola Elisabetta Galbiati, Giovanni Majnoni d'Intignano and Marcello Valenti the compliance with the independence requirements, pursuant to article 26 of Legislative Decree. no. 385/1993 (TUB), by the recent Italian Ministry's Decree no. 169/2020 and by articles 147-ter paragraph 4 and 148, paragraph 3, of the Legislative Decree no. 58/1998 (TUF) as well as pursuant to article 2 of the Corporate Governance Code to which the Bank complies.

Following such assessments, the Board of Directors has also consequently confirmed the composition of its Committees, with:

- **Risk Committee:** Elena Cialli  (Chairperson), Patrizia Canziani and Martin Ngombwa.
- **Remuneration Committee:** Paola Elisabetta Galbiati (Chairperson), Massimo Brambilla and Marcello Valenti.
- **Nominating Committee:** Marcello Valenti (Chairperson), Rosalba Casiraghi and Giovanni Majnoni d'Intignano.
- **Related-party transactions Committee:** Giovanni Majnoni d'Intignano (Chairperson), Paola Elisabetta Galbiati and Marcello Valenti.
- **Sustainability Committee:** Rosalba Casiraghi (Chairperson), Patrizia Canziani and Elena Cialli .

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**illimity Bank S.p.A.**

**illimity** is the high-tech banking group founded and headed by Corrado Passera that was created with the aim of responding to specific market needs by way of an innovative and specialist business model. More specifically, illimity extends financing to high-potential SMEs, purchases distressed corporate loans and services these through its platform, neprix, and provides digital direct banking services through [illimitybank.com](http://illimitybank.com). illimity SGR, which sets up and manages alternative investment funds, the first of which dedicated to UTP loans, is also a member of the illimity Group. The story of illimity began in January 2018 with the launch of the special purpose acquisition company SPAXS S.p.A., which ended with a record 600 million euro being raised on the market. SPAXS subsequently acquired Banca Interprovinciale S.p.A., with the resulting merger between the two giving rise to “illimity Bank S.p.A.” which has been listed on the Italian Stock Exchange since 5 March 2019 (ticker “ILTY”), first on the MTA exchange and since September 2020 on the Star segment. The banking group, headquartered in Milan, can already count on over 600 employees and ended 2020 with assets exceeding 4 billion euro.